

**SELENDY GAY ELSBERG PLLC**

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*Co-Counsel for the Official Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

CELSIUS NETWORK LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 22-10964 (MG)

(Jointly Administered)

**NOTICE OF SECOND MONTHLY STATEMENT OF SELENDY GAY ELSBERG  
PLLC FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES AS  
CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
FOR THE PERIOD FROM MARCH 1, 2023 THROUGH MARCH 31, 2023**

**PLEASE TAKE NOTICE** that on the date hereof, Selendy Gay Elsberg PLLC (“**Selendy Gay Elsberg**”) filed its *Second Monthly Statement of Selendy Gay Elsberg PLLC for Interim Compensation and Reimbursement of Expenses as Co-Counsel for the Official Committee of Unsecured Creditors for the Period from March 1, 2023 through March 31, 2023* (the “**Monthly**

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); Celsius US Holding LLC (7956); GK8 USA LLC (9450); GK8 Ltd. (1209); and GK8 UK Limited (0893). The location of Debtor Celsius Network LLC’s principal place of business and the Debtors’ service address in these chapter 11 cases is 50 Harrison Street, Suite 209F, Hoboken, New Jersey 07030.

**Statement**”) with the United States Bankruptcy Court for the Southern District of New York and served it on the Monthly Fee Statement Recipients. *See* Docket No. 1745 ¶ 3.a.

**PLEASE TAKE FURTHER NOTICE** that any responses or objections (an “**Objection**”) to the Monthly Statement, if any, shall: (a) conform to title 11 of the United States Code (the “**Bankruptcy Code**”), the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), all General Orders applicable to chapter 11 cases in the United States Bankruptcy Court for the Southern District of New York, and the *First Amended Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* [Docket No. 1745] (the “**Interim Compensation Procedures**”);<sup>2</sup> (b) be served via email so as to be actually received by **12:00 p.m., prevailing Eastern Time on the date that is 14 days following the service of this Monthly Statement**, by (i) Selendy Gay Elsberg and (ii) the Monthly Fee Statement Recipients; and (c) set forth the nature of the Objection and the amount of fees or expenses at issue. *See* Docket No. 1745 ¶ 3.d.

**PLEASE TAKE FURTHER NOTICE** that, in accordance with the Interim Compensation Procedures, if no Objection to the Monthly Statement is served, the Debtors shall promptly pay 80% of the fees and 100% of the expenses identified in the Monthly Statement to Selendy Gay Elsberg.

**PLEASE TAKE FURTHER NOTICE** that if an Objection to the Monthly Statement is timely served, the Debtors shall withhold payment of only that portion of the Monthly Statement

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Interim Compensation Procedures.

to which the Objection is directed and promptly pay 80% of the fees and 100% of the expenses of the unobjected-to remainder.

**PLEASE TAKE FURTHER NOTICE** that copies of the Monthly Statement and other pleadings filed in these chapter 11 cases may be obtained free of charge by visiting the website of Stretto at <https://cases.stretto.com/celsius>. You may also obtain copies of the Monthly Statement and other pleadings filed in these chapter 11 cases by visiting the Court's website at <http://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

Dated: April 25, 2023

Respectfully submitted,

/s/ Jennifer M. Selendy

**SELENDY GAY ELSBERG PLLC**

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

CELSIUS NETWORK LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 22-10964 (MG)

(Jointly Administered)

**SECOND MONTHLY STATEMENT OF SELENDY GAY ELSBERG PLLC FOR  
INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES AS CO-  
COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR  
THE PERIOD FROM MARCH 1, 2023 THROUGH MARCH 31, 2023**

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); Celsius US Holding LLC (7956); GK8 USA LLC (9450); GK8 Ltd. (1209); and GK8 UK Limited (0893). The location of Debtor Celsius Network LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 50 Harrison Street, Suite 209F, Hoboken, New Jersey 07030.

Name of Applicant:	Selendy Gay Elsberg
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors (the “ <b>Committee</b> ”) of the above-captioned debtors and debtors-in-possession (collectively, the “ <b>Debtors</b> ”)
Date of Retention:	March 16, 2023 [Docket No. 2251] <i>Effective as of January 8, 2023</i>
Period for Which Interim Compensation and Reimbursement of Expenses is Sought:	March 1, 2023 – March 31, 2023 (the “ <b>Compensation Period</b> ”)
Total Amount of Interim Compensation Sought as Actual, Reasonable, and Necessary (100%):	\$294,515.50
Amount of Interim Compensation to be Paid Under Interim Compensation Procedures (80%):	\$235,612.40
Amount of Interim Compensation to be Held Back Under Interim Compensation Procedures (20%):	\$58,903.10
Amount of Reimbursement of Expenses Sought as Actual and Necessary:	\$1,630.17
Total Interim Compensation and Reimbursement of Expenses Sought:	\$296,145.67
Total Interim Compensation and Reimbursement of Expenses to be Paid Under Interim Compensation Procedures:	\$237,242.57

This is a monthly fee statement.

Pursuant to sections 330 and 331 of the Bankruptcy Code,<sup>2</sup> Bankruptcy Rule 2016, Local Rule 2016-1, the *Amended Guidelines for Fees and Disbursements for Professionals in the Southern District of New York Bankruptcy Cases*, dated January 29, 2013 (Morris, C.J.) (Administrative Order M-447), the Interim Compensation Procedures, and the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases* effective as of November 1, 2013 (the “U.S.

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<sup>2</sup> Capitalized terms not defined herein shall have the meaning ascribed to such terms in the Notice of Monthly Statement attached hereto.

**Trustee Guidelines**”), Selendy Gay Elsberg PLLC (“**Selendy Gay Elsberg**” or the “**Firm**”), as co-counsel to the Committee, hereby submits this Monthly Statement for the Compensation Period, and hereby requests that the Debtors promptly pay an aggregate amount of \$237,242.57, consisting of 80% of the \$294,515.50 in fees earned and 100% of the \$1,630.17 in expenses incurred.

**Professional Services Rendered and Expense Disbursements Incurred**

1. Prior to filing this Monthly Statement, Selendy Gay Elsberg reviewed its fees (which totalled 335.3 hours and \$319,439.50) and expenses (which totalled \$1,630.17). Following that review, Selendy Gay Elsberg voluntarily elected to reduce its fees by 28.3 hours and \$24,924.00 (~7.8%). Selendy Gay Elsberg will not seek payment for the fees and expenses that it has agreed to voluntarily write off. Therefore, by this Monthly Statement, Selendy Gay Elsberg requests payment of an aggregate amount of \$237,242.57, consisting of 80% of the \$294,515.50 in fees earned and 100% of the \$1,630.17 in expenses incurred.

2. **Exhibit A** sets forth a timekeeper summary that includes: (a) the name, title, and year of admission to practice (if applicable) of each individual who provided services during the Compensation Period; (b) the aggregate hours spent by each individual for which compensation is sought by Selendy Gay Elsberg; (c) the hourly billing rate for each such individual; and (d) the amount of fees for each such individual for which compensation is sought by Selendy Gay Elsberg. The blended rate for compensation requested in this Monthly Statement is approximately \$959 per hour.<sup>3</sup>

3. **Exhibit B** sets forth a project summary that includes the aggregate hours and fees per project category spent by Selendy Gay Elsberg timekeepers in rendering services to the

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<sup>3</sup> The blended rate is calculated by taking the total of fees sought in this Monthly Statement and dividing by the total of hours sought in this Monthly Statement, rounded to the nearest dollar.

Committee during the Compensation Period.

4. **Exhibit C** sets forth the time records for Selendy Gay Elsberg timekeepers for which compensation is sought by Selendy Gay Elsberg, including an itemization of tasks performed in rendering services to the Committee during the Compensation Period.

5. **Exhibit D** sets forth both a summary and detailed entries of the expenses for which Selendy Gay Elsberg seeks reimbursement during the Compensation Period.

6. The following is a brief narrative summary of the services performed by Selendy Gay Elsberg on behalf of the Committee during the Compensation Period, organized by project category:

No.	Category Name	Hours	Fees
<b>10</b>	<b>Retention Application</b>	<b>53.10</b>	<b>\$50,146.50</b>
	Selendy Gay Elsberg prepared, drafted, and filed supplemental documents supporting the Committee's application to retain Selendy Gay Elsberg as co-counsel. This includes time spent preparing a supplemental declaration and working with the U.S. Trustee. This also includes time spent preparing for the March 8, 2023 hearing on the Committee's application to retain Selendy Gay Elsberg. This also includes ongoing time spent conducting routine reviews of potential connections to parties-in-interest in these chapter 11 cases.		
<b>20</b>	<b>Fee Statements and Applications</b>	<b>46.60</b>	<b>\$36,923.00</b>
	Selendy Gay Elsberg prepared its First Monthly Statement [Docket No. 2355] in accordance with the Interim Compensation Procedures, the U.S. Trustee Guidelines, and guidance provided by the Fee Examiner. This includes time spent working with the Firm billing department and with co-counsel to calculate the underlying numbers and draft the statement.		
<b>30</b>	<b>Case Administration</b>	<b>10.2</b>	<b>\$7,597.50</b>
	Due to the size and complexity of these chapter 11 cases, Selendy Gay Elsberg professionals were involved in various administrative tasks, including (i) reviewing and summarizing docket filings; (ii) preparing client engagement materials; (iii) attending to internal case, file, and calendar management; and (iv) coordinating with other Selendy Gay Elsberg professionals to discuss and review workstreams in process and staffing.		

<b>No.</b>	<b>Category Name</b>	<b>Hours</b>	<b>Fees</b>
<b>40</b>	<b>Case Strategy</b>	<b>74.70</b>	<b>\$92,535.50</b>
	Selendy Gay Elsberg researched relevant law regarding the Committee's legal interests, conferred internally and with co-counsel regarding the Committee's strategy, and drafted memoranda memorializing and analyzing the Committee's strategy and applicable research.		
<b>50</b>	<b>WestCap Matters Filings</b>	<b>0.00</b>	<b>\$0.00</b>
	Selendy Gay Elsberg did not bill any time to this project category during the Compensation Period.		
<b>60</b>	<b>Discovery and Fact Development</b>	<b>105.40</b>	<b>\$87,748.00</b>
	Selendy Gay Elsberg reviewed and analyzed court filings and documents produced by the Debtors to the Committee in connection with the Committee's legal interests and strategy. This includes time spent analyzing, memorializing, and planning future discovery.		
<b>70</b>	<b>Hearings and Court Matters</b>	<b>7.90</b>	<b>\$11,242.00</b>
	Two Selendy Gay Elsberg professionals attended the March 8, 2023 hearing on the Committee's application to retain Selendy Gay Elsberg. A Selendy Gay Elsberg professional attended the hearing on March 23, 2023 on the Debtors' motion to approve certain bid protections for the Plan Sponsor [Docket No. 2151]. This includes time spent reviewing and analyzing documents and briefing relevant to the hearing and analyzing the hearing and its implication on the Committee's legal interests and strategy for team members not in attendance.		
<b>80</b>	<b>Other</b>	<b>0.00</b>	<b>\$0.00</b>
	Selendy Gay Elsberg did not bill any time to this project category during the Compensation Period.		
<b>90</b>	<b>Plan/Confirmation Matters</b>	<b>9.10</b>	<b>\$8,323.00</b>
	Selendy Gay Elsberg reviewed and analyzed the Debtors' Bid Protections Motion and chapter 11 Plan, considering the Committee's legal interest and strategy.		

### **Reservation of Rights**

7. Although Selendy Gay Elsberg has made every effort to include all fees earned and expenses incurred during the Compensation Period, some fees and expenses might not be included in this Monthly Statement due to delays caused by accounting and processing during the Compensation Period. Selendy Gay Elsberg reserves the right to seek payment of such fees and expenses not included herein.



**Notice**

8. Selendy Gay Elsberg will provide notice of this Monthly Statement to the Monthly Fee Statement Recipients in accordance with ¶ 3.a of the Interim Compensation Procedures.

Dated: April 25, 2023

Respectfully submitted,

/s/ Jennifer M. Selendy

**SELENDY GAY ELSBERG PLLC**

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*Co-Counsel for the Official Committee of  
Unsecured Creditors*

**Exhibit A**

**Timekeeper Summary**

<b><u>Name</u></b>	<b><u>Title</u></b>	<b><u>Year Admitted</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Aganga-Williams, Temidayo	Partner	2012	46.3	\$1,435.00	\$66,440.50
Burke, Tyler	Director of Research & Analysis	N/A	10.6	\$685.00	\$7,261.00
Chen, Kayla	Law Clerk	<i>pending</i>	97.9	\$685.00	\$67,061.50
Clifton, Anna	Research Analyst	N/A	0.2	\$630.00	\$126.00
Gay, Faith	Partner	1987	6.6	\$2,060.00	\$13,596.00
Ginzburg, Maria	Partner	1998	0.5	\$1,855.00	\$927.50
Mangual, Lorraine	Docketing Clerk	N/A	1.1	\$405.00	\$445.50
McHugh, Kate	Assistant Managing Clerk	N/A	3.0	\$405.00	\$1,215.00
O'Brien, Claire	Associate	2018	48.9	\$1,250.00	\$61,125.00
Peters, Arielle	Paralegal	N/A	0.8	\$510.00	\$408.00
Pugh, Abbie	Staff Attorney	2010	42.4	\$685.00	\$29,044.00
Selendy, Jennifer	Partner	1996	10.2	\$2,060.00	\$21,012.00
Siegel, Scott	Paralegal Manager	N/A	1.5	\$570.00	\$855.00
Slepoi, Rachel	Law Clerk	<i>pending</i>	30.7	\$685.00	\$21,029.50
Zhang, Andrew	Graduate Analyst	N/A	6.3	\$630.00	\$3,969.00
<b>Grand Total</b>			<b>307.0</b>		<b>\$294,515.50</b>

**Exhibit B**

**Project Summary**

<b><u>Code</u></b>	<b><u>Project</u></b>	<b><u>Hours</u></b>	<b><u>Amount</u></b>
10	Retention Application	53.1	\$50,146.50
20	Fee Statements and Applications	46.6	\$36,923.00
30	Case Administration	10.2	\$7,597.50
40	Case Strategy	74.7	\$92,535.50
50	WestCap Matters Filings	0.0	\$0.00
60	Discovery and Fact Development	105.4	\$87,748.00
70	Hearings and Court Matters	7.9	\$11,242.00
80	Other	0.0	\$0.00
90	Plan/Confirmation Matters	9.1	\$8,323.00
	<b>Grand Total</b>	<b>307.0</b>	<b>\$294,515.50</b>

**Exhibit C**

**Time Records**

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Official Committee of Unsecured Creditors

RE: In re Celsius Network LLC, et al.

For Professional Services Rendered Through March 31, 2023

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**FEES**

Date	Person	Description of Services	Hours	Rate	Amount
<b>10 - Retention application</b>					
3/1/2023	Faith E. Gay	Call K. Chen and C. O'Brien re supplemental declaration supporting retention application (0.1); attention to same (0.8).	0.9	\$2,060.00	\$1,854.00
3/1/2023	Jennifer M Selendy	Participate in call with K. Chen, C. O'Brien, and G. Pesce re process and timing for updating retention application disclosures through supplemental declarations.	0.5	\$2,060.00	\$1,030.00
3/1/2023	Claire OBrien	Review and revise draft of supplemental declaration in support of retention application to incorporate feedback from U.S. Trustee.	2.0	\$1,250.00	\$2,500.00
3/1/2023	Claire OBrien	Call with G. Pesce, J. Selendy re supplemental declaration for retention application.	0.5	\$1,250.00	\$625.00
3/1/2023	Claire OBrien	Emails with G. Pesce re supplemental declaration for retention application.	0.3	\$1,250.00	\$375.00
3/1/2023	Kayla Chen	Draft supplemental declaration incorporating U.S. Trustee comments (3.6); meet with C. O'Brien, J. Selendy, and G. Pesce re supplemental declaration and revised order (.5).	4.1	\$685.00	\$2,808.50

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>10 - Retention application</b>					
3/1/2023	Rachel Slepai	Prepare information for supplemental declaration supporting retention application per U.S. Trustee request (0.3); Edit supplemental declaration supporting retention application (0.3).	0.6	\$685.00	\$411.00
3/2/2023	Claire OBrien	Revise and review draft supplemental declaration for retention application to incorporate feedback from US Trustee and G. Pesce.	4.1	\$1,250.00	\$5,125.00
3/2/2023	Kayla Chen	Draft and revise supplemental declaration and revised order incorporating co-counsel comments (3.6); correspond with C. O'Brien and R. Slepai re same (0.4); correspond with F. Gay and J. Selendy re same (0.4).	4.4	\$685.00	\$3,014.00
3/2/2023	Rachel Slepai	Revise supplemental J. Selendy Declaration based on comments from G. Pesce and U.S. Trustee.	1.6	\$685.00	\$1,096.00
3/3/2023	Claire OBrien	Continue to edit draft of supplemental declaration in support of retention application to incorporate feedback from US Trustee and G. Pesce.	1.0	\$1,250.00	\$1,250.00
3/3/2023	Kayla Chen	Draft and revise supplemental declaration (0.2); correspond with F. Gay and J. Selendy re same (0.2).	0.4	\$685.00	\$274.00
3/3/2023	Rachel Slepai	Update information for supplemental declaration supporting retention application as requested by U.S. Trustee.	0.4	\$685.00	\$274.00
3/4/2023	Claire OBrien	Revise draft supplemental declaration and accompanying revised order for retention application.	1.9	\$1,250.00	\$2,375.00
3/4/2023	Claire OBrien	Analyze scope of representation and Briefed Legal Issue for edits to retention application language.	1.0	\$1,250.00	\$1,250.00
3/4/2023	Claire OBrien	Emails with G. Pesce and J. Selendy re supplemental declaration for retention application.	1.0	\$1,250.00	\$1,250.00
3/4/2023	Kayla Chen	Draft and revise supplemental declaration and revised order incorporating co-counsel comments (1.3), correspond with G. Pesce re same (0.3), correspond with F. Gay and J. Selendy re same (0.4), draft correspondence to the Committee re same (0.3).	2.3	\$685.00	\$1,575.50
3/5/2023	Claire OBrien	Revise draft supplemental declaration and accompanying order in support of retention and revised order.	1.3	\$1,250.00	\$1,625.00

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>10 - Retention application</b>					
3/5/2023	Claire OBrien	Emails with G. Pesce and J. Selendy re revised supplemental declaration for retention application.	0.8	\$1,250.00	\$1,000.00
3/5/2023	Kayla Chen	Revise and finalize supplemental declaration and order incorporating co-counsel's comments (1.0); correspond with C. O'Brien and R. Slepoy re same (.5); correspond with J. Selendy and F. Gay re same (.3).	1.8	\$685.00	\$1,233.00
3/6/2023	Faith E. Gay	Review correspondence re retention hearing.	0.4	\$2,060.00	\$824.00
3/6/2023	Claire OBrien	Revise draft of supplemental retention application declaration and proposed order.	1.2	\$1,250.00	\$1,500.00
3/6/2023	Claire OBrien	Emails with the U.S. Trustee, F. Gay, J. Selendy, and G. Pesce regarding budget for retention application supplemental declaration.	1.5	\$1,250.00	\$1,875.00
3/6/2023	Claire OBrien	Revise talking points for retention application hearing considering supplemental declaration,.	0.3	\$1,250.00	\$375.00
3/6/2023	Kayla Chen	Draft and revise talking points for retention application hearing (0.8); correspond re the same (0.2).	1.0	\$685.00	\$685.00
3/6/2023	Kayla Chen	Revise and incorporate comments for supplemental declaration and revised order for filing (1.8), correspond with C. O'Brien re the same (.6), correspond with R. Slepoy re same (.2).	2.6	\$685.00	\$1,781.00
3/6/2023	Rachel Slepoy	Review and revise supplemental Selendy declaration and revised order.	1.3	\$685.00	\$890.50
3/7/2023	Temidayo Aganga-Williams	Meeting with J. Selendy, C. O'Brien and K. Chen regarding upcoming retention hearing and strategy for same.	0.4	\$1,435.00	\$574.00
3/7/2023	Claire OBrien	Email with US Trustee, G. Pesce, and J. Selendy re US Trustee's questions on supplemental declaration for retention application.	0.5	\$1,250.00	\$625.00
3/7/2023	Claire OBrien	Review and revise talking points for retention application hearing.	0.9	\$1,250.00	\$1,125.00
3/7/2023	Claire OBrien	Emails with K. Chen re preparation for retention application hearing.	0.4	\$1,250.00	\$500.00
3/7/2023	Kayla Chen	Meet with J. Selendy, T. Aganga-Williams, and C. O'Brien on retention application hearing preparation and strategy (.4), revise and update talking points re the same (2.8).	3.2	\$685.00	\$2,192.00

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>10 - Retention application</b>					
3/7/2023	Kayla Chen	Revise and proof supplemental declaration and revised order for filing (.9); correspond with managing clerks office re same (.4); correspond with C. O'Brien re same (.4); correspond with Kroll for service (.1).	1.8	\$685.00	\$1,233.00
3/14/2023	Claire OBrien	Correspond with conflicts department and J. Selendy re continued cross-reference of parties in interest.	0.3	\$1,250.00	\$375.00
3/14/2023	Kayla Chen	Continue review of parties in interest re supplemental disclosures.	0.1	\$685.00	\$68.50
3/14/2023	Tyler Burke	Review information for continued cross-reference of parties in interest and communicate with team re same.	0.4	\$685.00	\$274.00
3/15/2023	Temidayo Aganga-Willis	Call with J. Selendy, K. Chen and C. O'Brien regarding continued cross-reference of parties in interest.	0.2	\$1,435.00	\$287.00
3/15/2023	Claire OBrien	Confer with K. Chen re retention application supplemental disclosure.	0.2	\$1,250.00	\$250.00
3/15/2023	Kayla Chen	Review and analyze for supplemental retention application disclosures (.7), meet with C. O'Brien re same (.4), call with C. O'Brien and T. Burke re same (.3), call with J. Selendy, T. Aganga-Williams and C. O'Brien re same (.2).	1.6	\$685.00	\$1,096.00
3/15/2023	Tyler Burke	Research re cross-reference of parties in interest (3.0); communicate with K. Chen and C. O'Brien re same (0.2); Refine cross-reference of parties in interest model (0.4).	3.6	\$685.00	\$2,466.00
3/23/2023	Rachel Slepoy	Discuss continued review of parties in interest with A. Pugh.	0.3	\$685.00	\$205.50
<b>Subtotal for: 10 - Retention application</b>			<b>53.1</b>		<b>\$50,146.50</b>

**20 - Fee statements and applications**

3/3/2023	Rachel Slepoy	Review bill editing process (0.2); meet J. Rivera re same (0.1).	0.0	\$0.00	\$0.00
3/6/2023	Kayla Chen	Review January time for conformity with U.S. Trustee guidelines.	2.7	\$685.00	\$1,849.50
3/7/2023	Kayla Chen	Meet with R. Slepoy and finance department re draft of January fee statement.	0.2	\$685.00	\$137.00
3/7/2023	Rachel Slepoy	Revise Jan. fee application (0.2); meet with J. Rivera and K. Chen re same (0.2).	0.4	\$685.00	\$274.00



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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b><u>20 - Fee statements and applications</u></b>					
3/9/2023	Kayla Chen	Correspond with finance department re January monthly fee statement (.7); correspond with C. O'Brien re same (.3); correspond with R. Slepoy re same (.2).	1.2	\$685.00	\$822.00
3/10/2023	Rachel Slepoy	Revise and finalize Jan. fee statement (1.3); meet C. O'Brien re same (0.2).	1.5	\$685.00	\$1,027.50
3/13/2023	Kayla Chen	Emails re January fee statement with S. Ludovici and T. Aganga-Williams.	0.7	\$685.00	\$479.50
3/14/2023	Kayla Chen	Meet with C. O'Brien on January fee statement (.5); correspond with T. Aganga-Williams and R. Slepoy re the same (.5).	1.0	\$685.00	\$685.00
3/14/2023	Rachel Slepoy	Prepare and revise Jan. fee statement.	0.2	\$685.00	\$137.00
3/15/2023	Temidayo Aganga-Williams	Review and revise January monthly fee statement (0.2); communicate with K. Chen re the same (0.1).	0.3	\$1,435.00	\$430.50
3/15/2023	Claire OBrien	Confer with R. Slepoy and K. Chen re January-February fee statement.	0.4	\$1,250.00	\$500.00
3/15/2023	Kayla Chen	Call with S. Ludovici, T. Aganga-Williams and R. Slepoy re fee statement and examiner guidelines (0.5), meet with C. O'Brien and R. Slepoy re Jan. fee statement Draft (0.6) and revise Jan fee statement (2.8).	3.9	\$685.00	\$2,671.50
3/15/2023	Rachel Slepoy	Discuss protocol for, revision and draft of Jan. fee statement with S. Ludovici, T. Aganga-Williams, C. O'Brien, and K. Chen (0.5); meet C. O'Brien and K. Chen re same (0.4).	0.9	\$685.00	\$616.50
3/16/2023	Kayla Chen	Draft and revise January monthly fee statement considering fee examiner memo and U.S. Trustee guidelines.	2.6	\$685.00	\$1,781.00
3/16/2023	Rachel Slepoy	Review Fee Examiner's memo re billing guidelines.	0.5	\$685.00	\$342.50
3/17/2023	Claire OBrien	Confer with K. Chen re January-February fee statement.	0.6	\$1,250.00	\$750.00
3/17/2023	Claire OBrien	Review and revise draft of January-February fee statement.	1.6	\$1,250.00	\$2,000.00
3/17/2023	Claire OBrien	Call with Finance Department and K. Chen re January-February fee statement.	0.6	\$1,250.00	\$750.00
3/17/2023	Kayla Chen	Revise and finalize January monthly fee statement considering fee examiner memo and U.S. Trustee guidelines (2.4); call C. O'Brien and finance departments re same (.6).	3.0	\$685.00	\$2,055.00

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b><u>20 - Fee statements and applications</u></b>					
3/18/2023	Kayla Chen	Revise and finalize January monthly fee statement considering fee examiner memo and U.S. Trustee guidelines (1.3); correspond with J. Selendy and C. O'Brien re January monthly fee statement considering fee examiner memo and U.S. Trustee guidelines (.4).	1.7	\$685.00	\$1,164.50
3/20/2023	Kayla Chen	Draft and finalize January monthly fee statement considering fee examiner memo and U.S. Trustee guidelines (2.0); correspond with finance department re same (.4); correspond with S. Ludovici re same (.3).	2.7	\$685.00	\$1,849.50
3/21/2023	Claire OBrien	Call K. Chen and S. Ludovici re January-February fee statement.	0.8	\$1,250.00	\$1,000.00
3/21/2023	Kayla Chen	Call S. Ludovici and C. O'Brien re January monthly fee statement (.8); email S. Ludovici and J. Selendy re the same (.3); review and analyze fee examiner memo and U.S. Trustee guidelines for SGE Jan Monthly statement revisions (.4).	1.5	\$685.00	\$1,027.50
3/22/2023	Claire OBrien	Review and revise draft of January-February fee statement.	2.8	\$1,250.00	\$3,500.00
3/22/2023	Kayla Chen	Email J. Selendy re Jan monthly fee statement (.4); correspond with finance department re same (.5); revise same (.8).	1.7	\$685.00	\$1,164.50
3/23/2023	Claire OBrien	Correspondence with K. Chen re January-February fee statement.	0.1	\$1,250.00	\$125.00
3/23/2023	Kayla Chen	Email finance department re Jan fee statement (.3); correspond with C. O'Brien re same (.2); correspond with S. Ludovici re same (.3); revise Jan monthly statement incorporating comments (.6).	1.4	\$685.00	\$959.00
3/24/2023	Claire OBrien	Review and revise draft of January-February fee statement.	1.5	\$1,250.00	\$1,875.00
3/24/2023	Kayla Chen	Correspond with finance department re Jan-Feb fee statement.	0.8	\$685.00	\$548.00
3/26/2023	Kayla Chen	Correspond with finance department re Jan-Feb fee statement.	0.3	\$685.00	\$205.50
3/27/2023	Kayla Chen	Draft and revise Jan-Feb monthly fee statement (.8); correspond with finance department re same (.4).	1.2	\$685.00	\$822.00
3/28/2023	Claire OBrien	Correspondence with K. Chen re January-February fee statement.	0.3	\$1,250.00	\$375.00

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**FEES**

Date	Person	Description of Services	Hours	Rate	Amount
<b><u>20 - Fee statements and applications</u></b>					
3/28/2023	Kayla Chen	Draft and revise consolidated Jan and Feb monthly statement incorporating updated information from finance (1.4); correspond with J. Selendy and F. Gay re same (.3).	1.7	\$685.00	\$1,164.50
3/29/2023	Claire OBrien	Call with K. Chen re January-February fee statement draft edits.	0.1	\$1,250.00	\$125.00
3/29/2023	Claire OBrien	Edit draft of January-February fee statement.	0.2	\$1,250.00	\$250.00
3/29/2023	Kayla Chen	Draft and revise Jan-Feb monthly fee statement incorporating information from finance department (1.3); correspond with J. Selendy, F. Gay and C. O'Brien re same (.3); correspond with S. Ludovici re same (.2).	1.8	\$685.00	\$1,233.00
3/30/2023	Kayla Chen	Draft and revise Jan-Feb monthly fee statement incorporating comments (.4); correspond with S. Ludovici re same (.1).	0.5	\$685.00	\$342.50
3/30/2023	Rachel Slepoi	Discuss workstreams for submission of Jan.-Feb. fee statement and first interim fee application with C. O'Brien and K. Chen.	0.1	\$685.00	\$68.50
3/31/2023	Kayla Chen	Proof, cite check and prepare Jan-Feb monthly fee statement for filing (1.5); correspond with J. Selendy, F. Gay and T. Aganga-Williams re same (.2); correspond with Managing Clerks Office re same (.3).	2.0	\$685.00	\$1,370.00
3/31/2023	Kate McHugh	Correspond with K. Chen re monthly fee statement filing (0.3); review and analyze documents for filing and formatting requirements (0.6); file documents (0.2).	1.1	\$405.00	\$445.50
<b>Subtotal for: 20 - Fee statements and applications</b>			<b>46.6</b>		<b>\$36,923.00</b>

**30 - Case administration**

3/1/2023	Rachel Slepoi	Discuss case background, upcoming tasks with K. Chen.	0.5	\$685.00	\$342.50
3/6/2023	Arielle Peters	Review Final Examiner's Report and U.S. Trustee fee guidelines.	0.4	\$510.00	\$204.00
3/7/2023	Arielle Peters	Update docket folder.	0.2	\$510.00	\$102.00
3/7/2023	Kate McHugh	Emails with K. Chen and case team re registration for conference and filing of documents (0.4); register case team for conference (0.3); review and analyze documents for filing and formatting requirements (1.0); file documents (0.2).	1.9	\$405.00	\$769.50

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b><u>30 - Case administration</u></b>					
3/10/2023	Jennifer M Selendy	Prepare for meeting (0.1); meet F. Gay, T. Aganga-Williams, C. O'Brien, R. Slepoy, and K. Chen re Briefed Legal Issue and discovery workstreams (1.1).	1.2	\$2,060.00	\$2,472.00
3/10/2023	Lorraine Mangual	Update master case calendar to reflect changes in court's docket (0.1); advise case team of same (0.1).	0.2	\$405.00	\$81.00
3/13/2023	Arielle Peters	Organize and prepare case documents for team review.	0.2	\$510.00	\$102.00
3/13/2023	Lorraine Mangual	Research and update master case calendar to reflect changes in the court's docket (0.1); advise case team re same (0.1).	0.2	\$405.00	\$81.00
3/16/2023	Rachel Slepoy	Call T. Aganga-Williams, C. O'Brien, K. Chen, and A. Pugh re upcoming schedule for discovery.	0.5	\$685.00	\$342.50
3/17/2023	Kayla Chen	Draft case calendar to track key court matters, hearings and objections.	0.2	\$685.00	\$137.00
3/17/2023	Lorraine Mangual	Update master case chronology to reflect changes made in courts docket and transferred to in house database and advise case team of same.	0.5	\$405.00	\$202.50
3/20/2023	Claire OBrien	Review and analyze bid protections motion filings.	0.2	\$1,250.00	\$250.00
3/20/2023	Kayla Chen	Correspond with managing clerks office re calendaring court matters (.2), review and analyze notable recent docket filings (.2).	0.4	\$685.00	\$274.00
3/22/2023	Lorraine Mangual	Update master case chronology to reflect changes made in court's docket and advise case team of same (0.1); registered attorneys for hearing (0.1).	0.2	\$405.00	\$81.00
3/23/2023	Kayla Chen	Draft summary of custody account settlement for J. Selendy and internal team (1.4); review C. O'Brien summary of bid protections hearing (.2).	1.6	\$685.00	\$1,096.00
3/28/2023	Kayla Chen	Review and analyze relevant notable recent docket filings.	0.3	\$685.00	\$205.50
3/31/2023	Scott Siegel	Create bound sets of examiner report for attorney review.	1.5	\$570.00	\$855.00
<b>Subtotal for: 30 - Case administration</b>			<b>10.2</b>		<b>\$7,597.50</b>

**40 - Case strategy**

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>40 - Case strategy</b>					
3/6/2023	Faith E. Gay	Meet with T. Aganga-Williams, C. O'Brien, R. Slepoy and K. Chen re case strategy.	1.4	\$2,060.00	\$2,884.00
3/6/2023	Jennifer M Selendy	Meet with C. O'Brien, K. Chen, F. Gay, T. A-Williams, R. Slepoy to discuss and plan for discovery workstreams aimed at preferred equity holders.	0.8	\$2,060.00	\$1,648.00
3/6/2023	Temidayo Aganga-Williams	Meeting with F. Gay, C. O'Brien, R. Slepoy, and K. Chen regarding case status and upcoming projects/strategy.	1.0	\$1,435.00	\$1,435.00
3/6/2023	Temidayo Aganga-Williams	Review summary from C. O'Brien regarding case status and upcoming issues/claims.	0.2	\$1,435.00	\$287.00
3/6/2023	Temidayo Aganga-Williams	Review briefing and legal analysis regarding claims by Unsecured Creditors' Committee.	0.7	\$1,435.00	\$1,004.50
3/6/2023	Claire OBrien	Meet with F. Gay, K. Chen, R. Slepoy, and T. Aganga-Williams re scope of retention and strategy re the same.	1.0	\$1,250.00	\$1,250.00
3/6/2023	Kayla Chen	Meet with F. Gay, T. Aganga-Williams, C. O'Brien, R. Slepoy on scope of retention, case management and strategy.	1.0	\$685.00	\$685.00
3/6/2023	Rachel Slepoy	Prepare for and attend meeting with F. Gay, T. Aganga-Williams, C. O'Brien, and K. Chen re scope of retention and related strategy.	1.1	\$685.00	\$753.50
3/7/2023	Jennifer M Selendy	Confer with C. O'Brien, T. A-Williams, and K. Chen to prepare for retention hearing and discuss strategy for same.	0.8	\$2,060.00	\$1,648.00
3/7/2023	Claire OBrien	Meet with J. Selendy, T. Aganga-Williams, and K. Chen re strategy for retention application hearing.	0.4	\$1,250.00	\$500.00
3/8/2023	Temidayo Aganga-Williams	Review briefing regarding committee rights in preparation of further litigation regarding priority.	2.8	\$1,435.00	\$4,018.00
3/9/2023	Temidayo Aganga-Williams	Review case briefing and argument regarding Briefed Legal Issue.	2.0	\$1,435.00	\$2,870.00
3/9/2023	Claire OBrien	Review opinion on customer claims litigation.	0.5	\$1,250.00	\$625.00
3/9/2023	Claire OBrien	Emails with S. Hershey, J. Selendy, F. Gay, and K. Chen re opinion on customer claims litigation.	0.4	\$1,250.00	\$500.00
3/9/2023	Kayla Chen	Review and analyze briefed legal issue decision and plan sponsor agreement.	1.0	\$685.00	\$685.00
3/10/2023	Faith E. Gay	Meet J. Selendy, T. Aganga-Williams, C. O'Brien, R. Slepoy, and K. Chen re Briefed Legal Issue and next steps in investigative discovery (1.0); emails re same (0.1).	1.1	\$2,060.00	\$2,266.00

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>40 - Case strategy</b>					
3/10/2023	Temidayo Aganga-Williams	Analyze court opinion regarding customer claims litigation.	0.7	\$1,435.00	\$1,004.50
3/10/2023	Temidayo Aganga-Williams	Meet J. Selendy, F. Gay, K. Chen, R. Slepoy and C. O'Brien re court decision on customers claims litigation and case strategy.	1.0	\$1,435.00	\$1,435.00
3/10/2023	Claire OBrien	Meet with J. Selendy, F. Gay, T. Aganga-Williams, K. Chen, and R. Slepoy re decision on briefed legal issue and examiners' report.	1.2	\$1,250.00	\$1,500.00
3/10/2023	Kayla Chen	Meeting with J. Selendy, F. Gay, T. Aganga-Williams, C. O'Brien and R. Slepoy on next steps following Briefed Legal Issue Decision (1.0), review and analyze plan sponsor agreement for re the same (.8).	1.8	\$685.00	\$1,233.00
3/10/2023	Rachel Slepoy	Meet J. Selendy, F. Gay, T. Aganga-Williams, C. O'Brien, and K. Chen to discuss ruling on Briefed Legal Issue and strategy going forward.	1.4	\$685.00	\$959.00
3/12/2023	Kayla Chen	Review and analyze proposed plan sponsor agreement (1.2); draft summary and analysis on next steps for team (1.6).	2.8	\$685.00	\$1,918.00
3/12/2023	Rachel Slepoy	Draft memo re potential Committee claims under bankruptcy code.	2.0	\$685.00	\$1,370.00
3/13/2023	Faith E. Gay	Meet D. Turetsky, S. Hershey, G. Pesce, J. Selendy, T. Aganga-Williams, C. O'Brien, K. Chen, and R. Slepoy re next investigative steps re the Preferred Committee (0.8); follow-up emails re same (0.1).	0.9	\$2,060.00	\$1,854.00
3/13/2023	Jennifer M Selendy	Meet D. Turetsky, S. Hershey, G. Pesce, F. Gay, T. Aganga-Williams, C. O'Brien, K. Chen, and R. Slepoy to discuss division of responsibilities regarding investigation of the debtor and preferred equity holders.	0.8	\$2,060.00	\$1,648.00
3/13/2023	Temidayo Aganga-Williams	Meet C. O'Brien, R. Slepoy, and K. Chen re UCC potential claims and defenses.	0.8	\$1,435.00	\$1,148.00
3/13/2023	Temidayo Aganga-Williams	Meet C. O'Brien, R. Slepoy, and K. Chen re litigation avenues.	1.0	\$1,435.00	\$1,435.00
3/13/2023	Temidayo Aganga-Williams	Research potential UCC and debtor claims.	0.8	\$1,435.00	\$1,148.00
3/13/2023	Temidayo Aganga-Williams	Meet F. Gay, J. Selendy, C. O'Brien, K. Chen, R. Slepoy, D. Turetsky, S. Hershey, and G. Pesce re case strategy in light of opinion on Briefed Legal Issue.	0.7	\$1,435.00	\$1,004.50

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**FEES**

Date	Person	Description of Services	Hours	Rate	Amount
<b>40 - Case strategy</b>					
3/13/2023	Claire OBrien	Call with D. Turetsky, S. Hershey, G. Pesce, T. Aganga-Williams, K. Chen, R. Slepoy, J. Selendy, and F. Gay re case strategy following Briefed Legal Issue decision.	0.3	\$1,250.00	\$375.00
3/13/2023	Claire OBrien	Meet with T. Aganga-Williams, K. Chen, and R. Slepoy re case strategy following Briefed Legal Issue decision.	1.6	\$1,250.00	\$2,000.00
3/13/2023	Kayla Chen	Meet with D. Turetsky, S. Hershey, G. Pesce, F. Gay, J. Selendy, T. Aganga-Williams, C. O'Brien, and R. Slepoy re Briefed Legal Issue decision next steps.	0.6	\$685.00	\$411.00
3/13/2023	Rachel Slepoy	Meet F. Gay, J. Selendy, T. Aganga-Williams, C. O'Brien, K. Chen, G. Pesce, D. Turetsky, and S. Hershey re UCC potential adversary claims (0.7); research issues related to UCC's potential adversary claims (1.8); meet T. Aganga-Williams, C. O'Brien, and K. Chen to discuss general case strategy (1.6).	4.1	\$685.00	\$2,808.50
3/14/2023	Faith E. Gay	Meet J. Selendy, T. Aganga-Williams, C. O'Brien, R. Slepoy, and K. Chen re discovery strategy (0.7); send follow up emails to team re same (0.1).	0.8	\$2,060.00	\$1,648.00
3/14/2023	Temidayo Aganga-Williams	Research and analysis regarding committee litigation strategy (2.5); call with R. Slepoy regarding committee litigation strategy (0.6).	3.1	\$1,435.00	\$4,448.50
3/14/2023	Rachel Slepoy	Discuss next steps in case and plan future research with F. Gay, J. Selendy, T. Aganga-Williams, C. O'Brien, and K. Chen.	1.0	\$685.00	\$685.00
3/14/2023	Rachel Slepoy	Draft memo on Rule 2004 examinations.	1.7	\$685.00	\$1,164.50
3/14/2023	Rachel Slepoy	Discuss next steps re Rule 2004 memo with T. Aganga-Williams.	0.6	\$685.00	\$411.00
3/15/2023	Faith E. Gay	Emails with case team re possible next steps for team in discovery.	0.4	\$2,060.00	\$824.00
3/15/2023	Maria Ginzburg	Confer with T. Aganga-Williams re fraudulent transfers in bankruptcy and strategy re same.	0.5	\$1,855.00	\$927.50
3/15/2023	Temidayo Aganga-Williams	Research and analyze potential claims and communicate with R. Slepoy re the same.	3.6	\$1,435.00	\$5,166.00
3/15/2023	Temidayo Aganga-Williams	Call with R. Slepoy, T. Burke and A Zhang regarding research issues concerning debtor.	0.3	\$1,435.00	\$430.50
3/15/2023	Temidayo Aganga-Williams	Call with K. Chen and C. O'Brien regarding potential litigation claims.	0.4	\$1,435.00	\$574.00
3/15/2023	Claire OBrien	Call with T. Aganga-Williams, K. Chen, and J. Selendy re discovery strategy.	0.5	\$1,250.00	\$625.00

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>40 - Case strategy</b>					
3/15/2023	Kayla Chen	Call and correspond with T. Aganga-Williams and C. O'Brien re next steps, intercompany claim, and UCC draft complaint.	0.3	\$685.00	\$205.50
3/15/2023	Abbie Pugh	Call with C. O'Brien re UCC case strategy.	0.2	\$685.00	\$137.00
3/16/2023	Temidayo Aganga-Williams	Research and analysis re UCC discovery options re claims.	3.1	\$1,435.00	\$4,448.50
3/16/2023	Temidayo Aganga-Williams	Call S. Hershey re UCC claims and strategy.	0.2	\$1,435.00	\$287.00
3/16/2023	Claire OBrien	Confer with T. Aganga-Williams, A. Pugh, R. Slepoy, and K. Chen re customer claims strategy matters.	0.5	\$1,250.00	\$625.00
3/16/2023	Kayla Chen	Call with T. Aganga-Williams, C. O'Brien, A. Pugh and R. Slepoy re customer claims strategy.	3.7	\$685.00	\$2,534.50
3/16/2023	Kayla Chen	Call with T. Aganga-Williams, C. O'Brien, A. Pugh and R. Slepoy re customer claims strategy.	0.5	\$685.00	\$342.50
3/17/2023	Temidayo Aganga-Williams	Meet A. Pugh, R. Slepoy, K. Chen, and C. O'Brien re upcoming deadlines, tasks for discovery strategy.	0.8	\$1,435.00	\$1,148.00
3/17/2023	Claire OBrien	Call with T. Aganga-Williams, R. Slepoy, A. Pugh, and K. Chen re discovery strategy.	0.7	\$1,250.00	\$875.00
3/17/2023	Rachel Slepoy	Call with T. Aganga-Williams, C. O'Brien, K. Chen, and A. Pugh re discovery strategy.	0.7	\$685.00	\$479.50
3/21/2023	Temidayo Aganga-Williams	Call S. Hershey and C. Obrien re UCC claims.	0.6	\$1,435.00	\$861.00
3/21/2023	Temidayo Aganga-Williams	Call C. O'Brien re workstreams concerning WestCap.	0.2	\$1,435.00	\$287.00
3/23/2023	Temidayo Aganga-Williams	Draft summary of UCC discovery options.	1.1	\$1,435.00	\$1,578.50
3/24/2023	Temidayo Aganga-Williams	Calls with A. Pugh regarding memorandum on UCC claims.	1.1	\$1,435.00	\$1,578.50
3/25/2023	Claire OBrien	Call with A. Pugh re strategy for possible customer claims.	0.3	\$1,250.00	\$375.00
3/27/2023	Temidayo Aganga-Williams	Revise memorandum regarding Committee course of action regarding discovery.	0.5	\$1,435.00	\$717.50
3/27/2023	Temidayo Aganga-Williams	Calls with A. Pugh re memo on Committee course of action regarding discovery.	0.4	\$1,435.00	\$574.00
3/27/2023	Temidayo Aganga-Williams	Communication with A. Pugh regarding memorandum regarding Committee course of action regarding discovery.	0.3	\$1,435.00	\$430.50
3/27/2023	Temidayo Aganga-Williams	Research and draft memo re Committee course of action regarding discovery.	2.7	\$1,435.00	\$3,874.50
3/28/2023	Temidayo Aganga-Williams	Research and draft memorandum re Committee course of action regarding discovery.	1.3	\$1,435.00	\$1,865.50



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**FEES**

Date	Person	Description of Services	Hours	Rate	Amount
<b>40 - Case strategy</b>					
3/28/2023	Temidayo Aganga-Williams	Revise memo re Committee course of action regarding discovery.	0.3	\$1,435.00	\$430.50
3/29/2023	Temidayo Aganga-Williams	Draft correspondence to F. Gay regarding research on committee legal options.	0.3	\$1,435.00	\$430.50
3/30/2023	Jennifer M Selendy	Lead call with F. Gay, T. Aganga-Williams, C. O'Brien, K. Chen, R. Slepoy, and A. Pugh to finalize discovery plan and assign workstreams requested by co-counsel.	0.8	\$2,060.00	\$1,648.00
3/30/2023	Temidayo Aganga-Williams	Meet A. Pugh re outstanding issues concerning series b investors and committee options.	0.4	\$1,435.00	\$574.00
3/31/2023	Temidayo Aganga-Williams	Revise memo re Committee options regarding claims priorities.	2.1	\$1,435.00	\$3,013.50
<b>Subtotal for: 40 - Case strategy</b>			<b>74.7</b>		<b>\$92,535.50</b>

**60 - Discovery and fact development**

3/3/2023	Jennifer M Selendy	Review and study examiner's report.	2.2	\$2,060.00	\$4,532.00
3/8/2023	Jennifer M Selendy	Review Examiner's Report.	0.9	\$2,060.00	\$1,854.00
3/8/2023	Rachel Slepoy	Attention to Examiner's Report and related analysis.	0.1	\$685.00	\$68.50
3/10/2023	Temidayo Aganga-Williams	Review Examiner's Report.	2.3	\$1,435.00	\$3,300.50
3/12/2023	Claire OBrien	Correspond with R. Slepoy re strategy for anticipated discovery to maximize creditor value.	0.4	\$1,250.00	\$500.00
3/13/2023	Temidayo Aganga-Williams	Research regarding discovery in customer claims disputes.	0.7	\$1,435.00	\$1,004.50
3/13/2023	Temidayo Aganga-Williams	Analyze examiner report re debtor business.	0.6	\$1,435.00	\$861.00
3/14/2023	Temidayo Aganga-Williams	Call with F. Gay, J. Selendy, R. Slepoy, K. Chen, and C. O'Brien regarding Briefed Legal Issue and potential discovery.	1.0	\$1,435.00	\$1,435.00
3/14/2023	Claire OBrien	Calls with J. Selendy, F. Gay, T. Aganga-Williams, R. Slepoy, and K. Chen re potential discovery and strategy re same.	1.3	\$1,250.00	\$1,625.00
3/14/2023	Kayla Chen	Call with F. Gay, J. Selendy, T. Aganga-Williams, C. O'Brien, R. Slepoy re next steps considering Briefed Legal Issue decision and potential discovery (1.0); meet and correspond with T. Aganga-Williams, C. O'Brien and R. Slepoy re the same (1.0).	2.0	\$685.00	\$1,370.00
3/15/2023	Claire OBrien	Meet with A. Pugh re discovery strategy.	1.0	\$1,250.00	\$1,250.00

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b><u>60 - Discovery and fact development</u></b>					
3/15/2023	Rachel Slepoy	Call T. Aganga-Williams re Series B Preferred Equity Holders.	0.4	\$685.00	\$274.00
3/15/2023	Rachel Slepoy	Discuss Preferred Equity background research with analyst team.	0.2	\$685.00	\$137.00
3/15/2023	Rachel Slepoy	Call T. Aganga-Williams, T. Burke, and A. Zhang re Preferred Equity background research.	0.3	\$685.00	\$205.50
3/15/2023	Anna Clifton	Meet with T. Aganga-Williams, R. Slepoy, and analyst team re update on progress of Celsius case and research.	0.2	\$630.00	\$126.00
3/15/2023	Andrew Zhang	Research Series B Preferred Equity Holders.	6.3	\$630.00	\$3,969.00
3/15/2023	Tyler Burke	Research background on Preferred Equity holders.	4.2	\$685.00	\$2,877.00
3/16/2023	Temidayo Aganga-Williams	Meet with C. O'Brien, K. Chen, R. Slepoy, and A. Pugh re workstreams and upcoming discovery.	1.0	\$1,435.00	\$1,435.00
3/16/2023	Kayla Chen	Research bankruptcy procedural mechanisms for potential fact development.	1.7	\$685.00	\$1,164.50
3/16/2023	Kayla Chen	Call with T. Aganga-Williams and R. Slepoy re fact development following research and correspond with T. Aganga-Williams re the same.	1.5	\$685.00	\$1,027.50
3/16/2023	Kayla Chen	Research bankruptcy procedural mechanisms for potential fact development.	1.7	\$685.00	\$1,164.50
3/16/2023	Kayla Chen	Call with T. Aganga-Williams and R. Slepoy re fact development following research and correspond with T. Aganga-Williams re the same.	1.5	\$685.00	\$1,027.50
3/16/2023	Rachel Slepoy	Assemble summary of research on Preferred Equity holders for review by T. Aganga-Williams.	0.8	\$685.00	\$548.00
3/16/2023	Rachel Slepoy	Call with T. Aganga-Williams to discuss preliminary research on Preferred Equity holders.	1.0	\$685.00	\$685.00
3/16/2023	Abbie Pugh	Meet T. Aganga-Williams, K. Chen, R. Slepoy, and C. O'Brien re discovery re preferred equity holders (1.0); call K. Chen re discovery re preferred equity holders (.2); analyze debtor and equity filings for strategy re potential customer claims and discovery (1.3).	2.5	\$685.00	\$1,712.50
3/16/2023	Tyler Burke	Research fact questions re Preferred Equity holders (1.8); communicate with team re same (.6).	2.4	\$685.00	\$1,644.00

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>60 - Discovery and fact development</b>					
3/17/2023	Kayla Chen	Call T. Aganga-Williams, C. O'Brien, A. Pugh and R. Slepoy re discovery strategy.	0.5	\$685.00	\$342.50
3/17/2023	Rachel Slepoy	Flesh out memoranda circulated by T. Aganga-Williams re current and potential fact discovery.	1.3	\$685.00	\$890.50
3/17/2023	Abbie Pugh	Call T. Aganga-Williams, C. O'Brien, K. Chen, and R. Slepoy re discovery from preferred equity holders (.8); review and analyze fact development regarding preferred equity holders (1.2).	2.0	\$685.00	\$1,370.00
3/18/2023	Kayla Chen	Review and analyze examiner's report for additional fact development.	0.6	\$685.00	\$411.00
3/19/2023	Kayla Chen	Continue to review and analyze examiner's report for additional fact development.	0.5	\$685.00	\$342.50
3/20/2023	Kayla Chen	Draft and revise memo section on legal issues re discovery.	2.1	\$685.00	\$1,438.50
3/20/2023	Rachel Slepoy	Flesh out memo on legal issues re discovery.	1.9	\$685.00	\$1,301.50
3/20/2023	Abbie Pugh	Review and analyze discovery and fact development regarding preferred equity holders.	5.2	\$685.00	\$3,562.00
3/21/2023	Temidayo Aganga-Williams	Research and analyze Series B shareholders and related priority claims.	2.7	\$1,435.00	\$3,874.50
3/21/2023	Claire OBrien	Call T. Aganga-Williams re substance of possible discovery.	0.3	\$1,250.00	\$375.00
3/21/2023	Claire OBrien	Confer with S. Hershey and T. Aganga-Williams re substance of possible discovery.	0.6	\$1,250.00	\$750.00
3/21/2023	Kayla Chen	Review and analyze examiners report for additional fact development (.2); email T. Aganga-Williams re the same (.2).	0.4	\$685.00	\$274.00
3/21/2023	Rachel Slepoy	Plan possible discovery with C. O'Brien.	0.1	\$685.00	\$68.50
3/21/2023	Abbie Pugh	Draft search terms for review of documents relating to preferred equity holders (.6); email C. O'Brien and R. Slepoy re same (.2).	0.8	\$685.00	\$548.00
3/22/2023	Kayla Chen	Review and analyze examiners report for additional fact development (.4); email A. Pugh re future discovery (.1); call T. Aganga-Williams, C. O'Brien, R. Slepoy, and A. Pugh re fact development (.5).	1.0	\$685.00	\$685.00
3/22/2023	Rachel Slepoy	Discuss first steps for review of Debtor documents with T. Aganga-Williams, C. O'Brien, K. Chen, and A. Pugh.	0.8	\$685.00	\$548.00

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b><u>60 - Discovery and fact development</u></b>					
3/22/2023	Abbie Pugh	Draft search terms for review of documents re preferred equity holders (.5); email C. O'Brien and R. Slepoy re same (.1); review and analyze discovery and fact development regarding preferred equity holders (.8); call T. Aganga-Williams, C. O'Brien, R. Slepoy, and K. Chen regarding discovery plan (.7).	2.1	\$685.00	\$1,438.50
3/23/2023	Abbie Pugh	Correspondence with R. Slepoy and T. Aganga-Williams regarding document review database (.5); review and analyze discovery and fact development regarding preferred equity holders and draft summary of same (4.5).	5.0	\$685.00	\$3,425.00
3/24/2023	Claire OBrien	Call A. Pugh re fact development discovery strategy.	0.2	\$1,250.00	\$250.00
3/24/2023	Claire OBrien	Correspondence with A. Pugh re migration discovery documents.	0.4	\$1,250.00	\$500.00
3/24/2023	Kayla Chen	Review and analyze examiners report for fact development purposes.	2.2	\$685.00	\$1,507.00
3/24/2023	Rachel Slepoy	Review and flesh out fact memo on potential discovery sought.	0.8	\$685.00	\$548.00
3/24/2023	Rachel Slepoy	Discuss status of document discovery review with A. Pugh.	0.5	\$685.00	\$342.50
3/24/2023	Abbie Pugh	Calls with T. Aganga-Williams, R. Slepoy, and C. O'Brien re discovery and fact development re preferred equity holders (1.7); review and analyze filings, documents produced in discovery, and publicly-available information and draft summary of preferred equity holders' investment (5.4).	7.1	\$685.00	\$4,863.50
3/25/2023	Abbie Pugh	Begin to review and analyze discovery and fact development regarding preferred equity holders (1.5); begin draft summary of same (0.2).	1.7	\$685.00	\$1,164.50
3/26/2023	Abbie Pugh	Continue to review and analyze discovery and fact development regarding preferred equity holders (2.6); continue draft summary of same (0.3).	2.9	\$685.00	\$1,986.50
3/27/2023	Temidayo Aganga-Williams	Review docs re Committee claims and debtor estate.	0.5	\$1,435.00	\$717.50
3/27/2023	Abbie Pugh	Continue to review and analyze discovery and fact development regarding preferred equity holders (7.1); complete draft summary of previous discovery research (0.5); calls with T. Aganga-Williams re same (0.7).	8.3	\$685.00	\$5,685.50

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b><u>60 - Discovery and fact development</u></b>					
3/28/2023	Temidayo Aganga-Williams	Review debtors' documents re Committee claims.	0.5	\$1,435.00	\$717.50
3/28/2023	Rachel Slepoy	Attention to finalized memo from T. Aganga-Williams re next steps for UCC discovery.	0.2	\$685.00	\$137.00
3/28/2023	Abbie Pugh	Review and analyze discovery and fact development regarding preferred equity holders (1.2); calls with T. Aganga-Williams re same (.3).	1.5	\$685.00	\$1,027.50
3/29/2023	Claire OBrien	Call with T. Aganga-Williams re possible Rule 2004 discovery.	0.3	\$1,250.00	\$375.00
3/29/2023	Kayla Chen	Call T. Aganga-Williams re Rule 2004 discovery (.5); correspondence re same (.2).	0.7	\$685.00	\$479.50
3/30/2023	Faith E. Gay	Call J. Selendy, T. Aganga-Williams, C. O'Brien, K. Chen, R. Slepoy, and A. Pugh re discovery tasks going forward.	0.7	\$2,060.00	\$1,442.00
3/30/2023	Temidayo Aganga-Williams	Call with A. Pugh, C. O'Brien, J. Selendy, F. Gay, R. Slepoy and K. Chen re outstanding issues concerning series b investors and committee discovery options.	0.5	\$1,435.00	\$717.50
3/30/2023	Temidayo Aganga-Williams	Call A. Colodny with K. Chen and A. Pugh re FTX discovery.	0.6	\$1,435.00	\$861.00
3/30/2023	Claire OBrien	Call J. Selendy, T. Aganga-Williams, K. Chen, R. Slepoy, and A. Pugh re discovery strategy.	0.6	\$1,250.00	\$750.00
3/30/2023	Kayla Chen	Call J. Selendy, T. Aganga-Williams, and C. O'Brien re Rule 2004 discovery (.6); review and analyze documents and filings re same (.2); call A. Colodny, T. Aganga-Williams and A. Pugh re FTX discovery (.5); call T. Aganga-Williams and A. Pugh re same (.4); review and analyze documents re FTX discovery (.4); draft and revise notes on call re FTX discovery (.8); review and analyze docket filings re same (1.5); draft questions for call with Elementus (.5); correspond with entire internal team re same (.4).	5.3	\$685.00	\$3,630.50
3/30/2023	Rachel Slepoy	Meet with T. Aganga-Williams, J. Selendy, F. Gay, C. O'Brien, K. Chen. Chen, and A. Pugh re discovery strategy.	0.7	\$685.00	\$479.50

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**FEES**

<b>Date</b>	<b>Person</b>	<b>Description of Services</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b><u>60 - Discovery and fact development</u></b>					
3/30/2023	Abbie Pugh	Call with T. Aganga-Williams, F. Gay, J. Selendy, C. O'Brien, K. Chen, and R. Slepoy re strategy for discovery (.7); call with A. Colodny, T. Aganga-Williams, and K. Chen re FTX discovery (.5); research re potential WestCap discovery (.5); research re pre-petition price of CEL token (1.1).	2.8	\$685.00	\$1,918.00
3/31/2023	Abbie Pugh	Review and analyze Examiner's Report.	0.3	\$685.00	\$205.50
<b>Subtotal for: 60 - Discovery and fact development</b>			<b>105.4</b>		<b>\$87,748.00</b>
<b><u>70 - Hearings and court matters</u></b>					
3/8/2023	Jennifer M Selendy	Attend omnibus hearing to approve retention.	2.2	\$2,060.00	\$4,532.00
3/8/2023	Claire OBrien	Attend omnibus hearing for approval of retention application.	1.3	\$1,250.00	\$1,625.00
3/8/2023	Kayla Chen	Emails with J. Selendy and C. O'Brien re retention hearing talking points (0.3); preparation for same (0.5).	0.8	\$685.00	\$548.00
3/23/2023	Temidayo Aganga-Williams	Review summary of Bid Protections Hearing.	0.2	\$1,435.00	\$287.00
3/23/2023	Claire OBrien	Attend bid protections motion hearing.	2.4	\$1,250.00	\$3,000.00
3/23/2023	Claire OBrien	Summarize bid protections motion hearing substance, arguments, and takeaways for team.	1.0	\$1,250.00	\$1,250.00
<b>Subtotal for: 70 - Hearings and court matters</b>			<b>7.9</b>		<b>\$11,242.00</b>
<b><u>90 - Plan/Confirmation Matters</u></b>					
3/13/2023	Claire OBrien	Prepare for meetings with T. Aganga-Williams, K. Chen, and R. Slepoy re case strategy for confirmation and claims.	2.0	\$1,250.00	\$2,500.00
3/13/2023	Claire OBrien	Review and revise summary and analysis of plan sponsor agreement.	1.3	\$1,250.00	\$1,625.00
3/13/2023	Kayla Chen	Review and analyze docket filings and research related statutes re bid protections and proposed plan sponsor agreement (2.0); revise summary and analysis re next steps (.3); correspond with F. Gay, J. Selendy, T. Aganga-Williams re same (.4); meet with T. Aganga-Williams, C. O'Brien, R. Slepoy re next steps post briefed legal issue (1.5).	4.2	\$685.00	\$2,877.00
3/13/2023	Rachel Slepoy	Review K. Chen memo on Plan Sponsor Agreement.	0.2	\$685.00	\$137.00

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**FEES**

Date	Person	Description of Services	Hours	Rate	Amount
<b>90 - Plan/Confirmation Matters</b>					
3/14/2023	Kayla Chen	Review and analyze recent filings and objections on docket with attention to bid protections motion filings.	0.9	\$685.00	\$616.50
3/16/2023	Temidayo Aganga-Williams	Review briefing regarding bid protection motions.	0.3	\$1,435.00	\$430.50
3/22/2023	Kayla Chen	Review and analyze relevant docket filings with attention to bid protection motion filings.	0.2	\$685.00	\$137.00
<b>Subtotal for: 90 - Plan/Confirmation Matters</b>			<b>9.1</b>		<b>\$8,323.00</b>
<b>Total Professional Services</b>			<b>307.0</b>		<b>\$294,515.50</b>

**PERSON RECAP**

Person		Level	Hours	Rate	Amount
TAW	Temidayo Aganga-Williams	Partner	46.3	\$1,435.00	\$66,440.50
FEG	Faith E. Gay	Partner	6.6	\$2,060.00	\$13,596.00
MG	Maria Ginzburg	Partner	0.5	\$1,855.00	\$927.50
JMS	Jennifer M Selendy	Partner	10.2	\$2,060.00	\$21,012.00
CB1	Claire OBrien	Associate	48.9	\$1,250.00	\$61,125.00
KC3	Kayla Chen	Law Clerk	97.9	\$685.00	\$67,061.50
RS3	Rachel Slepoy	Law Clerk	30.7	\$685.00	\$21,029.50
AP	Abbie Pugh	Staff Attorney	42.4	\$685.00	\$29,044.00
TB2	Tyler Burke	Analyst	10.6	\$685.00	\$7,261.00
AC1	Anna Clifton	Analyst	0.2	\$630.00	\$126.00
AZ1	Andrew Zhang	Analyst	6.3	\$630.00	\$3,969.00
AP2	Arielle Peters	Paralegal	0.8	\$510.00	\$408.00
SS1	Scott Siegel	Paralegal	1.5	\$570.00	\$855.00
LM	Lorraine Mangual	Managing Clerk	1.1	\$405.00	\$445.50
KM	Kate McHugh	Managing Clerk	3.0	\$405.00	\$1,215.00

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## DISBURSEMENTS

Date	Description of Disbursements	Amount
3/8/2023	On Press Graphics- Copy Service- 1806 color copies; 2424 b/w copies; 6 coil bind	\$1,297.03
3/31/2023	Billable Printing - (Black & White) (184 @ \$0.10)	\$18.40
3/31/2023	Billable Printing - (Color) (416 @ \$0.50)	\$208.00
3/31/2023	Pacer Charges	\$7.10
3/31/2023	Westlaw Charges	\$13.26
3/31/2023	Document Hosting/Technical Time	\$86.38
Total Disbursements		\$1,630.17
Total Professional Services Due		\$294,515.50
Total Disbursements Due		\$1,630.17
Total Current Charges		\$296,145.67
Previous Balance		\$403,972.71
Current Interest		\$0.00
Less Payments		(\$403,972.71)
<b>PAY THIS AMOUNT</b>		<b>\$296,145.67</b>

***Due Upon Receipt. Please include the invoice number on all remittance. Thank you.***

## TASK RECAP

### Services

Category	Hours	Amount
10 Retention application	53.1	\$50,146.50
20 Fee statements and applica	46.6	\$36,923.00
30 Case administration	10.2	\$7,597.50
40 Case strategy	74.7	\$92,535.50
60 Discovery and fact developi	105.4	\$87,748.00
70 Hearings and court matters	7.9	\$11,242.00
90 Plan/Confirmation Matters	9.1	\$8,323.00
	307.0	\$294,515.50



**Exhibit D**

**Expense Summary & Detail**

<b><u>Category</u></b>	<b><u>Amount</u></b>
Courier Service	\$0.00
E-Discovery Data Hosting / Storage	\$86.38
Online Research	\$20.36
Outside Printing	\$1,297.03
Printing	\$226.40
Travel (Taxi – Business)	\$0.00
<b>Grand Total</b>	<b>\$1,630.17</b>

<u>Timekeeper</u>	<u>Date</u>	<u>Narrative</u>	<u>Category</u>	<u>Amount</u>
Scott Siegel	03/08/2023	On Press Graphics- Copy Service- 1806 color copies; 2423 b/w copies; 6 coil bind	Outside Printing	\$1,297.03
Scott Siegel	03/21/2023	Billable Printing - (Black & White)	Printing	\$2.70
Scott Siegel	03/21/2023	Billable Printing - (Black & White)	Printing	\$0.50
Scott Siegel	03/21/2023	Billable Printing - (Color)	Printing	\$14.50
Scott Siegel	03/28/2023	Billable Printing - (Black & White)	Printing	\$1.40
Scott Siegel	03/28/2023	Billable Printing - (Color)	Printing	\$1.00
Scott Siegel	03/31/2023	Billable Printing - (Black & White)	Printing	\$13.80
Scott Siegel	03/31/2023	Billable Printing - (Color)	Printing	\$186.00
Scott Siegel	03/31/2023	Billable Printing - (Color)	Printing	\$3.00
Scott Siegel	03/31/2023	Billable Printing - (Color)	Printing	\$3.50
Tyler Burke	03/31/2023	Pacer Charges	Online Research	\$7.10
Tyler Burke	03/31/2023	Westlaw Charges	Online Research	\$13.26
Christopher Bandes	03/31/2023	Document Hosting/Technical Time	E-Discovery Document Hosting/Storage	\$86.38
<b>Grand Total</b>				<b>\$1,630.17</b>